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2/10/17

COVER LETTER

Department of State Division of
Corporations P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Descending Dove Ministry and Fellowship Church, Inc.

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☒ ☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Brian Patterson
3516 SW Savona Blvd
Port St. Lucie, FL 34953-2207

NOTE: Please provide the original and one copy of the articles

ARTICLES OF INCORPORATION
In compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME: Descending Dove Ministry and Fellowship Church, Inc.

ARTICLE II PRINCIPAL OFFICE

street address:

3516 SW Savona Blvd
Port St. Lucie, FL 34953-2207

Mailing address, if different is:

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TALLAHASSEE, FLORIDA

ARTICLE III- PURPOSE

The purpose for which the corporation is organized is: exclusively for charitable, religious, educational, scientific, literary, testing for public safety, fostering national or international amateur sports competition, and preventing cruelty to children or animals of section 501 c 3 of the Internal Revenue code, or corresponding section of any future federal tax code.

ARTICLE- 111-b- Dissolution- shall be in accordance with Section 501 c 3 of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government or to a state (FL) or local or local government for public purpose.

ARTICLE- 111-c- By-laws

1. A Minimum of three and maximum of seven members shall constitute the board.
2. The members of the board shall have the right to elect individuals to various board positions and voting privileges on nominations, board and organizational policies and procedures.
3. Indemnification- No board member shall be personally liable for any legal and/or civil matters pertaining to the Corporation.
4. A quorum of three members must be present either in person or via phone, electronic devices or computer for official decisions to be made.
5. Terms and term limits. Two years, with term limits of three consecutive terms (making a total of six years); after a year off, a board member may be permitted to return with the exception of the position of president, which shall be perpetual. Terms may be staggered. The board will create and dissolve standing and temporary committees as it sees fit.
6. Titles of Officers- Officers are appointed by majority vote with the exception of Chairperson, and Senior Pastor, which are perpetual positions that are held by the Founder Brian Patterson, and he has definitive at a regular meeting of the board.
8. Conflict of interest policy. There is a conflict of interest policy.
9. Minimum number of board meetings per year: Four, with one in each quarter.
10. Special or emergency board meeting may be called by members as necessary.
11. A committee may be created or dissolved by the board as needed.

ARTICLE 111-d- Conflict of Interest Statement

1. Purpose

The purpose of the conflict of interest policy is to protect the Descending Dove Ministry and Fellowship Church, Inc. tax-exempt organization's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or might result in a possible excess benefit transaction. This

policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

11- 1. Interested Person

Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

2. Financial Interest A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

1.

a. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement,

b. A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or

c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

111- Procedures

1. 1. Duty to Disclose

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

2. Determining Whether a Conflict of Interest Exists

After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists. (A financial interest is not necessarily a conflict of interest. A person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

3. Procedures for Addressing the Conflict of Interest

a. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

b. The president of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

c. After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest. d. The term of Chairperson, and Senior Pastor held by Founder, Brian Patterson shall be perpetual and any/all definitive determination/ in any and all matters in to the Descending Dove Ministry and Fellowship Church, Inc. shall be determined by the Chairperson/Senior Pastor. e. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. That each party is acting in their own best interest and all transactions are conducted no differently than would be by a third party, and at fair market value. Ensure that all parties to transaction are on equal footing to show that price, requirements and/or other conditions are fair and real, and in conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

4. Violations of the Conflicts of Interest Policy

a. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

IV- Records of Proceedings

The minutes of the governing board and all committees with board delegated powers shall contain:

- a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.
- b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

V- Compensation

2.

- a. A voting member of the governing board who receives compensation, directly or indirectly, from the Descending Dove Ministry and Fellowship, Inc. for services is precluded from voting on matters pertaining to that member's compensation.
- b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the descending Dove Ministry and Fellowship Church for services is precluded from voting on matters pertaining to that member's compensation.
- c. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Descending Dove Ministry and Fellowship Church, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

VI- Annual Statements

Each director, principal officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person:

- a. Has received a copy of the conflicts of interest policy,
- b. Has read and understands the policy.
- c. Has agreed to comply with the policy.
- d. Understands that the Descending Dove Ministry and Fellowship Church is Christian church organization, and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

VII- Periodic Reviews

To ensure that Descending Dove Ministry and Fellowship Church operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- a. Whether compensation arrangements and benefits are reasonable, based on competent survey information and the result of arm's length bargaining.
- b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

VIII- Use of Outside Experts

When conducting the periodic reviews as provided for in Article VII, Descending Dove Ministry and fellowship Church may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

ARTICLE IX MANNER OF ELECTION: The manner in which the directors are elected and appointed:

The Directors (other than the initial directors) shall be elected by the Board of Directors to hold office until the expirations of their term of office or until the election and qualification of their respective successors, except as otherwise provided in these By-Laws for filling vacancies. The Directors, other than the initial Board of Directors, shall be elected every two years. The positions of President shall have a perpetual appointment, and vestment. There will be no elections for this position; if vacancy occurs in the position of President, the elections will be held and majority vote will dictate the individual whom will assume the position, this will not be a perpetual, but an elected position. Terms and term limits. Two years, with term limits of three consecutive terms, (making a total of six years); and after a year off a board member may be permitted to return. Terms may be staggered. The board will create and dissolve standing and temporary committees as it sees fit.

ARTICLE X STATEMENT OF FAITH

SEE ATTACHMENT 1

ARTICLE XI INITIAL OFFICERS AND/OR DIRECTORS

Name and Title Brian Patterson, Chairperson/Executive Pastor
Address 3516 SW Savona Blvd
Port St. Lucie, FL 34953-2207

Name and Title Freddy Bell, Treasurer
Address 19925 SW 123 Ave.
Miami, FL 33175

Name and Title Lowell Lewis, Secretary
Address 1609 Netherfield Ln.
Raleigh, NC 27610

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name Brian Patterson
Address 3516 SW Savona Blvd
Pt. St. Lucie, FL 34953-2207

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

X Brian Patterson X Date 2/6/17
Brian Patterson

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is

Name Brian Patterson
Address 3516 SW Savona Blvd
Pt. St. Lucie, FL 34953-2207

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

X Brian Patterson 2/6/17
Required Signature of Incorporator X Date
Brian Patterson

Attachment 1, Article X, Statement of Faith

The Covenant

Having been led, by the Holy Spirit, to receive the Lord Jesus Christ as our Savior, and on the profession of our faith, having been baptized in the name of the Father, and of the Son, and of the Holy Spirit, we do now in the presence of God, angels, and in joy, enter into covenant with one another, as one body in Christ.

Belief

We believe in one God, the Father, the Almighty,
maker of heaven and earth, of all that is seen and unseen.

We believe in one Lord, Jesus Christ,
the only Son of God, eternally begotten of the Father,
God from God, light from light, true God from true God,
begotten, not made, one in Being with the Father.
For us and for our salvation he came down from heaven,

By the power of the Holy Spirit He was born of the Virgin Mary and became man.

For our sake He was crucified under Pontius Pilate;
He suffered, died and was buried.
On the third day He rose again in fulfillment of the Scriptures;
He ascended into heaven and is seated at the right hand of the Father.
He will come again in glory to judge the living and the dead,
and his kingdom will have no end.

We believe in the Holy Spirit, the Lord, the giver of life,
who proceeds from the Father (and the Son)
Who with the Father and the Son is worshiped and glorified.
Who has spoken through the prophets.

We believe in one holy and apostolic Church.
We acknowledge one baptism for the forgiveness of sins.
We look for the resurrection of the dead, and the life of the world to come. Amen.

Articles of Faith

1. We believe that there is one, and only one living and true God (Deut. 6:4; Isa. 43:10-11), an infinite (Ps. 139:7-12; 147:5); intelligent (Acts 15:18), sovereign (Ps. 115:3) Spirit (John 4:24), Whose name is JEHOVAH (Ps. 83:18), the Creator (Gen. 1:1) and Supreme Ruler of Heaven and earth (Dan. 4:35; I Chron. 29:11-12), inexpressibly glorious in holiness (Ex. 15:11; Isa. 6:3; I Peter 1:15-16; Rev. 4:6-8), and worthy of all possible honor, confidence and love (Jer. 2:12-13; Matt. 10:37; Mark 12:30; Rev. 4:11), that in the unity of the Godhead there are three Divine Persons, the Father, the Son, and the Holy Spirit (Matt. 28:19; John 15:26; I Cor. 12:4-6; II Cor. 13:14; I John 5:7), equal in every Divine perfection (John 5:17; 10:30; 14:23; 17:5; Acts 5:3-4; I Cor. 2:10-11; PHI. 2:5-6), and executing distinct but harmonious offices in the great work of redemption (Eph. 2:18; II Cor. 13:14; Rev. 1:4-5).
2. We believe that the Holy Bible was written by men divinely inspired (II Sam. 23:2; Acts 1:16; Rom. 3:1-2; II Peter 1:21), and is the perfect treasure of heavenly instruction (Ps. 19:7); that it has God for its Author (II Tim 3:16-17; I Thess. 2:13), salvation for its end (II Tim 3:15; Acts 11:14; Rom. 1:16; 10:8-10; John 5:38-39; I Peter 1:10-12), and truth without any mixture or error for its matter (Prov. 30:5-6; John 17:17; Rom 3:4; Rev. 22:18-19); that it reveals the principles by which God will judge us (John 12:47-48; Rom. 2:12; James 2:12; Deut. 18:19); and therefore is, and shall remain to the end of the world, the true center of Christian union (I Cor. 1:10; Eph. 4:3-6; Phil. 2:1-2; 3:16; I Peter 4:11), and the supreme standard by which all human conduct, creeds, and opinions should be tried (Acts 17:11; II Cor. 13:5; I Thess. 5:21; I John 4:1; Isa 8:20).
3. We believe that the Genesis account of creation; that God created man in His own image (Gen. 1:26-27; 2:7), that all life in any form, be animal or vegetation, the universe was directly created by Him (Gen. 1:20-25; John 1:1-3; Col. 1:16; Rom. 1:18-20) and placed under God's sacred law that they should bring forth only after their kind (Gen. 1:21-24).
4. We believe that the Devil or Satan is a personal evil spirit (I Cor. 2:12; Eph. 2:2), formerly a holy angel (Ezek. 28:11-19), from which estate he by transgression fell (Isa. 14:27; I Tim. 3:6), drawing a host of angels as their leader (Job 4:18; Matt. 25:41; Rev. 12:3-9), being the prince of the power of the darkness of this world (John 12:31; 14:30; 16:11), that he is the enemy of God (Zech. 3:1-2; Matt. 13:39), the tempter (Gen. 3:1-6; Matt. 4:3) and accuser of the saints (Job 2:1-7; Rev. 12:10), the possessor of the power of death (Heb. 2:14-15), as allowed by God, author of all evil and of all false religions (John 8:44; II Cor. 12:13-15; 4:3-4), the chief power back of the present apostasy (II Thess. 2:7; I Tim 4:1); and that he is destined to final defeat and eternal destruction in the lake of fire (Rev. 20:10).
5. We believe that man was originally created perfect (Gen. 1:27,31), but by voluntary transgression he fell from holy state (Gen. 3:6-24) in consequence of which disobedience and threatened death was then and there inflicted (Gen. 2:16-17; Rom. 5:12); and he totally lost all spiritual life, becoming dead in trespasses and sins and becoming subject to the power of the Devil; that sin of Adam was imputed to his entire race (Rom. 5:18-19; I Cor. 15:22), and that the corrupt nature has been transmitted to all his posterity by ordinary generation (Gen. 8:21; Job 14:4; Ps. 51:5; 58:3; Isa 48:8); and hence every descendant of Adam is by nature a child of wrath (Eph. 2:1-3), totally destitute of spiritual life (John 5:24; Col. 2:13), at enmity with God (Rom. 8:7), wholly inclined to evil (Job 15:16; Jer. 13:23; 17:9) and without strength (Rom. 5:6) or hope (Eph. 2:12) unless saved by Christ (Matt. 1:21) and made alive by the Holy Spirit (John 3:3,5; 6:63; II Cor. 3:6).
6. We believe that Jesus Christ was begotten of the Holy Spirit (Luke 1:35) born of the virgin Mary (Isa. 7:14; Matt. 1:18-25), without human father (Gal. 4:4); that He by the appointment of the Father freely took upon Himself our nature, yet without sin (Heb. 2:14; 4:15; 7:26; I Peter 2:22), honored the Divine law by perfect obedience (Isa. 42:21; Matt. 5:17; Rom. 3:21; Gal. 4:4-5), and by His vicarious death made full atonement for all the sins of all the elect (Matt. 20:28; John 10:11,15; Isa. 53:1-12; Rom. 4:25; I Cor. 15:1-3; Heb. 9:12-14, 26; I Peter 3:18); that having risen from the dead He is now enthroned at the right hand of God in Heaven (Heb.

1:8; Col. 3:1-4; Rom 8:34; I Peter 3:22); and uniting in His wonderful Person the tenderness sympathies with divine perfections, He is in every way a compassionate, and an all-sufficient Savior (Ps. 89:19; Col. 2:9; Heb. 2:18; 7:25-26); that the full benefit of which is received by faith alone (Rom. 3:20-28) in the shed blood of Christ (Rom. 3:24-25).

7. We believe that in order to be saved, sinners must be regenerated or born again (John 3:3, 6-7; I Cor. 2:14; II Cor. 5:17; Tit. 3:5); that regeneration consists in giving a holy disposition to the mind (Deut. 30:6; Jer. 24:7; Ezek. 36:26; Gal 5:6; I John 4:7); that it is effected in a manner above our comprehension by the power of the Holy Spirit, in connection with divine truth (Ps. 119:50; Prov. 1:23; John 17:20; I Cor. 4:15; James 1:16; I Peter 1:23-25), so as to secure our voluntary obedience to the gospel (Ps. 110:3; John 6:44-45, 65; II Cor. 10:5; Eph 1:17-20; I Peter 1:22-25); and that its proper evidence appears in the holy fruits of repentance (Acts 5:31; II Tim. 2:24-25), faith (John 6:29; Acts 18:27; Phil. 1:29; Col. 2:12; I Peter 1:21) and newness of life (Rom 6:4; I Cor. 6:9-11; I Peter 4:1-4).

8. We believe that repentance and faith graces, formed in our souls by the regenerating Holy Spirit (Acts 11:16-18; I Cor. 12:3-9; Gal 5:22; I John 5:1); whereby being deeply convinced of our guilt, danger, and helplessness (Ps. 116:3-5; Isa. 6:5), and of the way of salvation by Christ (John 16:8; Acts 2:37-38; 16:30-31), we turn to God with sincere contrition, confession, and supplication for mercy (Luke 18:13; II Cor. 7:11); at the same time receiving the Lord Jesus Christ as our Prophet, Priest, and King, and relying on Him alone as the only and all-sufficient Savior (Acts 3:22-23; Rom. 10:9-11; II Tim. 1:12; Heb. 7:25).

9. We believe that Bible baptism is the immersing into water (Matt. 3:1-17); John 4:1-2; Col. 2:12) of a penitent believer (Acts 8:36-39) in the name of the Father, the Son, and the Holy Spirit, to declare that the believer has been saved by the death, burial and resurrection of Jesus Christ (Rom. 6:1-11).

10. We believe that there will be a second coming of Christ. He will sit on the throne of His glory (Matt. 25:31; Rev. 3:21), judging all men then living on the earth (Isa. 11:3-4), receiving the righteous into His Kingdom and sending the unrighteous into everlasting fire (Matt. 25:31-46); that the throne of David is His throne (Isa. 9:6-7; Luke 1:32-33), there will be a 7 year tribulation period (Dan. 9:24-27; Revs. 11:1-19) during which the troubles shown in the Book of Revelation will be poured out during the reign of the Antichrist (Rev. 6-19); that during the tribulation period on earth the judgment seat of Christ and the marriage of the Lamb will take place in Heaven (Matt. 5:11-12; I Cor. 3:10-15; II Cor. 5:9-10; Rev. 19:1-9) after which the Lord Jesus Christ will return with all the saints for the battle of Armageddon (Rev. 16:14-16; 19:11-21); that Satan will be bound a thousand years (Rev. 20:1-3), and the saints will reign a thousand years with Christ on earth (Ps. 149:5-9; Dan. 7:18, 27; II Tim. 2:12; Rev. 1:5-6; 2:26-27; 5:9-10; 20:4-6).

11. We believe that the earth will be redeemed from the curse of sin and the eternal dwelling place of the people of God (Isa. 66:17; Matt. 5:5; Rom. 8:20-22); that the fitting of the earth for the eternal home of the redeemed will be by a process of purification by fire (II Peter 3:7-13);

12. We believe that the wicked will be cast, both souls and resurrected bodies (Matt. 10:28; Mark 9:42-29), into the lake of fire and brimstone (Rev. 20:14-15), where they shall be punished forever (Rev. 14:10-11).